

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

FAN ZHANG, Individually and on Behalf of All Others
Similarly Situated,

Plaintiff,

vs.

GROUPON, INC., ANDREW D. MASON, JASON E. CHILD, JOSEPH M. DEL PRETO, ERIC P. LEFKOFSKY, THEODORE J. LEONSISS, PETER J. BARRIS, KEVIN J. EFRUSY, MELLODY HOBSON, BRADLEY A. KEYWELL, HOWARD SCHULTZ, MORGAN STANLEY & CO. LLC, GOLDMAN, SACHS & CO., CREDIT SUISSE SECURITIES (USA) LLC, ALLEN & COMPANY LLC, MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED, BARCLAYS CAPITAL INC., CITIGROUP GLOBAL MARKETS INC., DEUTSCHE BANK SECURITIES INC., J.P. MORGAN SECURITIES LLC, and WELLS FARGO SECURITIES, LLC,

Defendants.

KATHLEEN ROSELLI, Individually and on Behalf of All
Others Similarly Situated,

Plaintiff,

vs.

GROUPON, INC., ERIC P. LEFKOFSKY, ANDREW D. MASON, JASON CHILD, KEVIN EFRUSY, THEODORE J. LEONSISS, HOWARD SCHULTZ, JOSEPH M. DEL PRETO, MORGAN STANLEY & CO. LLC, GOLDMAN, SACHS & CO., and CREDIT SUISSE SECURITIES (USA) LLC,

Defendants.

Case No. 1:12-cv-02450

**MOTION OF MARIO
ORLANDI AND DANIEL
WRIGHT TO
CONSOLIDATE RELATED
CASES, BE APPOINTED AS
LEAD PLAINTIFFS, AND
FOR APPROVAL OF
THEIR CHOICE OF
COUNSEL**

Case No. 1:12-cv-02460

DENNIS EINSPAHR, Individually and on Behalf of All
Others Similarly Situated,

Plaintiff,

vs.

GROUPON, INC., JASON E. CHILD, JOSEPH M.
DELPRETO, ANDREW D. MASON, ERIC P. LEFKOFSKY,
PETER J. BARRIS, KEVIN J. EFRUSY, MELLODY
HOBSON, BRADLEY A. KEYWELL, THEODORE J.
LEONSISS, HOWARD SCHULTZ, MORGAN STANLEY &
CO. LLC, GOLDMAN, SACHS & CO., CREDIT SUISSE
SECURITIES (USA) LLC, ALLEN & COMPANY LLC,
MERRILL LYNCH, PIERCE, FENNER & SMITH INC.,
BARCLAYS CAPITAL INC., CITIGROUP GLOBAL
MARKETS INC., DEUTSCHE BANK SECURITIES INC., J.P.
MORGAN SECURITIES LLC, WELLS FARGO
SECURITIES, LLC, WILLIAM BLAIR & COMP ANY LLC,
LOOP CAPITAL MARKETS, INC., RBC CAPITAL
MARKETS LLC and THE WILLIAMS CAPITAL GROUP,
L.P.,

Defendants.

JOHN PEDROW, Individually and on Behalf of All Others
Similarly Situated,

Plaintiff,

v.

GROUPON, INC., ANDREW D. MASON, JASON E.
CHILD, JOSEPH M. DELPRETO, ERIC P.
LEFKOFSKY, THEODORE J. LEONSISS, PETER J.
NARRIS, KEVIN J. EFRUSY, MELLODY HOBSON,
BRADLEY A. KEYWELL, HOWARD SCHULTZ,
MORGAN STANLEY & CO. LLC, GOLDMAN,
SACHS & CO., CREDIT SUISSE SECURITIES (USA)
LLC, ALLEN & COMPANY LLC, MERRILL LYNCH,
PIERCE, FENNER & SMITH INCORPORATED,
BARCLAYS CAPITAL INC., CITIGROUP GLOBAL
MARKETS INC., DUETSCHE BANK SECURITIES
INC., J.P. MORGAN SECURITIES LLC, WELLS
FARGO SECURITIES LLC, WILLIAM BLAIR &
COMPANY L.L.C., LOOP CAPITAL MARKETS, INC.,
RBC CAPITAL MARKETS LLC and THE WILLIAMS
CAPITAL GROUP, L.P.,

Defendants.

Case No. 1:12-cv-02547

Case No. 1:12-cv-2791

JOHN H. COTTRELL, Individually and on Behalf of All
Others Similarly Situated,

Case No. 1:12-cv-3129

Plaintiff,

vs.

GROUPON, INC., ANDREW D. MASON, JASON E. CHILD,
JOSEPH M. DELPRETO, ERIC P. LEFKOFSKY, PETER J.
BARRIS, KEVIN J. EFRUSY, MELLODY HOBSON,
BRADLEY A. KEYWELL, THEODORE J. LEONSISS,
HOWARD SCHULTZ, MORGAN STANLEY & CO. LLC,
GOLDMAN, SACHS & CO., CREDIT SUISSE SECURITIES
(USA) LLC, ALLEN & COMPANY LLC, MERRILL LYNCH,
PIERCE, FENNER & SMITH INC., BARCLAYS CAPITAL
INC., CITIGROUP GLOBAL MARKETS INC., DEUTSCHE
BANK SECURITIES INC., J.P. MORGAN SECURITIES LLC,
WELLS FARGO SECURITIES, LLC, WILLIAM BLAIR &
COMP ANY LLC, LOOP CAPITAL MARKETS, INC., RBC
CAPITAL MARKETS LLC and THE WILLIAMS CAPITAL
GROUP, L.P.,

Defendants.

Class members Mario Orlandi and Daniel Wright ("Movants"), by their counsel, hereby move this Court, pursuant to the Private Securities Litigation Reform Act of 1995, 15 U.S.C. §§ 77z-1 and 78u-4, at the United States District Court for the Northern District of Illinois, at the date and time to be determined by the Court, for an order: (i) to consolidate related cases; (ii) appoint Movants as lead plaintiffs; and (iii) to approve Movants' selection of Bernstein Liebhard LLP as lead counsel, and Cohen Milstein Sellers & Toll PLLC as liaison counsel, for the class. In support of their motion, Movants submit herewith a memorandum of law and declaration of Joseph R. Seidman, Jr.

Dated: June 4, 2012

Respectfully submitted,

COHEN MILSTEIN SELLERS & TOLL PLLC

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**Liaison Counsel for Movants and Proposed
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**Attorneys for Movants and Proposed Lead
Counsel for the Proposed Class**

CERTIFICATE OF SERVICE

I, Carol V. Gilden, Liaison Counsel for Movants and Proposed Liaison Counsel for the Proposed Class, certify that on this 4th day of June, 2012, I electronically filed this Motion of Mario Orlandi and Daniel Wright for Consolidation of Related Cases, Appointment as Lead Plaintiffs and Approval of Selection of Lead Counsel with the Clerk of the U.S. District court using the CM/ECF system and will be sent electronically to the registered participants as identified on the Notice of Electronic Filing

/s/ Carol V. Gilden